

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

**Sourcewater, Inc.,
d/b/a Sourcenergy**

Debtor.

§
§
§
§
§
§

Case No. 23-30960 (jpn)

**Chapter 11
Subchapter V**

SUPPLEMENTAL UCC-1 CERTIFICATION

In anticipation of the filing of a Petition under Chapter 11 of the Bankruptcy Code, the undersigned counsel for Sourcewater, Inc., d/b/a Sourcenergy (“**Debtor**”) performed a search for UCC-1 filings for the Debtor prior to filing to confirm the secured creditor pool and to determine whether a Motion to Utilize Cash Collateral was necessary in this bankruptcy case. The undersigned hereby certifies that, as of the date hereof, there is one UCC-1 in Texas, attached hereto as **Exhibit A** (“**SBA UCC**”). In addition, there are two UCC-1 filings in Delaware, attached hereto as **Exhibit B** (“**EDH UCC**”) and **Exhibit C** (“**Adler UCC**” and collectively with the SBA UCC and the EDH UCC, “**UCCs**”). The Debtor filed an *Emergency Motion for Authority to Use Cash Collateral*¹ as a result of the UCCs on record.

Dated: March 18, 2023

**CHAMBERLAIN, HRDLICKA, WHITE,
WILLIAMS & AUGHTRY, P.C.**

By: /s/ Jarrod B. Martin

Jarrod B. Martin

Texas Bar No. 24070221

1200 Smith Street, Suite 1400

Houston, Texas 77002

D: 713.356.1280

F: 713.658.2553

E:

jarrod.martin@chamberlainlaw.com

Counsel for Debtor

¹ ECF No. 7.

CERTIFICATE OF SERVICE

The undersigned certifies that on March 22, 2023, a true and correct copy of the foregoing Certification was served electronically on all parties registered to receive electronic notice of filings in this case via this Court's ECF notification.

/s/ Jarrod B. Martin

Jarrod B. Martin

Exhibit A

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

| |
|--|
| A. NAME & PHONE OF CONTACT AT FILER (optional) CSC |
| B. E-MAIL CONTACT AT FILER (optional) |
| C. SEND ACKNOWLEDGMENT TO: (Name and Address) Corporation Service Company 251 LITTLE FALLS DRIVE Wilmington, DE 19808 USA |

FILING NUMBER: 20-0026321662
FILING DATE: 06/16/2020 07:25 PM
DOCUMENT NUMBER: 976848040001
FILED: Texas Secretary of State
IMAGE GENERATED ELECTRONICALLY FOR XML FILING
THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME - Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|--|---|------------------------|-------------------------------|-----------------------------|
| OR | 1a. ORGANIZATION'S NAME Sourcewater, Inc. | | | |
| | 1b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX |
| 1c. MAILING ADDRESS 801 TRAVIS ST STE 1802 | | CITY HOUSTON | STATE TX | POSTAL CODE 77002 |
| | | | | COUNTRY USA |

2. DEBTOR'S NAME - Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|---------------------|--------------------------|---------------------|-------------------------------|-------------|
| OR | 2a. ORGANIZATION'S NAME | | | |
| | 2b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX |
| 2c. MAILING ADDRESS | | CITY | STATE | POSTAL CODE |
| | | | | COUNTRY |

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY) - Provide only one Secured Party name (3a or 3b)

| | | | | |
|--|--|------------------------|-------------------------------|-----------------------------|
| OR | 3a. ORGANIZATION'S NAME U.S. Small Business Administration | | | |
| | 3b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX |
| 3c. MAILING ADDRESS 10737 Gateway West, #300 | | CITY El Paso | STATE TX | POSTAL CODE 79935 |
| | | | | COUNTRY USA |

4. COLLATERAL: This financing statement covers the following collateral:
All tangible and intangible personal property, including, but not limited to:
(a) inventory, (b) equipment, (c) instruments, including promissory notes (d)
chattel paper, including tangible chattel paper and electronic chattel paper,
(e) documents, (f) letter of credit rights, (g) accounts, including health-care
insurance receivables and credit card receivables, (h) deposit accounts, (i)
commercial tort claims, (j) general intangibles, including payment intangibles
and software and (k) as-extracted collateral as such terms may from time to time
be defined in the Uniform Commercial Code. The security interest Borrower
grants includes all accessions, attachments, accessories, parts, supplies and
replacements for the Collateral, all products, proceeds and collections thereof
and all records and data relating thereto. 739282 7407

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and Instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:
☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility ☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:

[186996119]

FILING OFFICE COPY

Exhibit B

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

| | |
|--|--|
| A. NAME & PHONE OF CONTACT AT FILER (optional) JOHN J. GRIFFIN III (405) 996-3323 | |
| B. E-MAIL CONTACT AT FILER (optional) DJOHNSON@HARTZOGSLAW.COM | |
| C. SEND ACKNOWLEDGMENT TO: (Name and Address) DANA L. JOHNSON 201 ROBERT S KERR AVE, STE 1600 OKLAHOMA CITY, OK 73102 US | |

Delaware Department of State
U.C.C. Filing Section
Filed: 01:56 PM 02/16/2023
U.C.C. Initial Filing No: 2023 1246056

Service Request No: 20230551367

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. **DEBTOR'S NAME:** Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|---|------------------------|-------------------------------|-----------------------------|----------------------|
| 1a. ORGANIZATION'S NAME SOURCEWATER, INC. | | | | |
| OR | | | | |
| 1b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | | SUFFIX |
| 1c. MAILING ADDRESS 801 TRAVIS ST. | CITY HOUSTON | STATE TX | POSTAL CODE 77002 | COUNTRY US |

2. **DEBTOR'S NAME:** Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|--------------------------|---------------------|-------------------------------|-------------|---------|
| 2a. ORGANIZATION'S NAME | | | | |
| OR | | | | |
| 2b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | | SUFFIX |
| 2c. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY |

3. **SECURED PARTY'S NAME** (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

| | | | | |
|--|------------------------------|-------------------------------|-----------------------------|----------------------|
| 3a. ORGANIZATION'S NAME ENERGY DEBT HOLDINGS LLC | | | | |
| OR | | | | |
| 3b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | | SUFFIX |
| 3c. MAILING ADDRESS PO BOX 249 | CITY OKLAHOMA CITY | STATE OK | POSTAL CODE 73101 | COUNTRY US |

4. **COLLATERAL:** This financing statement covers the following collateral:

All personal property of the Debtor of every kind and nature, whether tangible or intangible, including without limitation all goods (including inventory, equipment and any accessions thereto), instruments (including promissory notes), documents, accounts (including insurance receivables), chattel paper (whether tangible or electronic), deposit accounts, letter-of-credit rights (whether or not the letter of credit is evidenced by a writing), securities and all other investment property, supporting obligations, any other contract rights or rights to the payment of money, insurance claims and proceeds, and all general intangibles (including all intellectual property and payment intangibles).

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and Instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

6b. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licensor

8. OPTIONAL FILER REFERENCE DATA:


14130.9001

International Association of Commercial Administrators

Exhibit C

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

| |
|---|
| A. NAME & PHONE OF CONTACT AT FILER (optional) |
| B. E-MAIL CONTACT AT FILER (optional) |
| C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div style="border: 1px solid black; padding: 10px; text-align: center; margin: 10px 0;"> Return acknowledgment to:  Capitol Services, Inc. 1675 S State Street Suite B, Dover, DE 19901 800/316-6660 </div> |

Delaware Department of State
 U.C.C. Filing Section
 Filed: 03:47 PM 12/18/2020
 U.C.C. Initial Filing No: 2020 8971873

 Service Request No: 20208702213

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. **DEBTOR'S NAME:** Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|---|------------------------|-------------------------------|-----------------------------|-----------------------|
| 1a. ORGANIZATION'S NAME Sourcewater, Inc. | | | | |
| OR | | | | |
| 1b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX | |
| 1c. MAILING ADDRESS 801 Travis Street | CITY Houston | STATE TX | POSTAL CODE 77002 | COUNTRY USA |

2. **DEBTOR'S NAME:** Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the Individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here ☐ and provide the Individual Debtor information in item 10 of the Financing Statement Addendum (Form UCC1Ad)

| | | | | |
|--------------------------|---------------------|-------------------------------|-------------|---------|
| 2a. ORGANIZATION'S NAME | | | | |
| OR | | | | |
| 2b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX | |
| 2c. MAILING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY |

3. **SECURED PARTY'S NAME** (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

| | | | | |
|---|--------------------------------------|-------------------------------|-----------------------------|-----------------------|
| 3a. ORGANIZATION'S NAME | | | | |
| OR | | | | |
| 3b. INDIVIDUAL'S SURNAME Adler | FIRST PERSONAL NAME Joshua | ADDITIONAL NAME(S)/INITIAL(S) | SUFFIX | |
| 3c. MAILING ADDRESS 16 Robin Road | CITY Rye | STATE NH | POSTAL CODE 03870 | COUNTRY USA |

4. **COLLATERAL:** This financing statement covers the following collateral:

All personal property of the Debtor of every kind and nature, whether tangible or intangible, including without limitation all goods (including inventory, equipment and any accessions thereto), instruments (including promissory notes), documents, accounts (including insurance receivables), chattel paper (whether tangible or electronic), deposit accounts, letter-of-credit rights (whether or not the letter of credit is evidenced by a writing), securities and all other investment property, supporting obligations, any other contract rights or rights to the payment of money, insurance claims and proceeds, and all general intangibles (including all intellectual property and payment intangibles)

5. Check only if applicable and check only one box: Collateral is ☐ held in a Trust (see UCC1Ad, item 17 and Instructions) ☐ being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:

6b. Check only if applicable and check only one box:

☐ Public-Finance Transaction ☐ Manufactured-Home Transaction ☐ A Debtor is a Transmitting Utility

☐ Agricultural Lien ☐ Non-UCC Filing

7. ALTERNATIVE DESIGNATION (if applicable): ☐ Lessee/Lessor ☐ Consignee/Consignor ☐ Seller/Buyer ☐ Bailee/Bailor ☐ Licensee/Licenser

8. OPTIONAL FILER REFERENCE DATA: